

## Fill in this information to identify the case:

United States Bankruptcy Court for the:

(State) District of Delaware  
Case number (if known): Chapter 11 Check if this is an amended filing

## Official Form 205

**Involuntary Petition Against a Non-Individual**

12/15

Use this form to begin a bankruptcy case against a non-individual you allege to be a debtor subject to an involuntary case. If you want to begin a case against an individual, use the *Involuntary Petition Against an Individual* (Official Form 105). Be as complete and accurate as possible. If more space is needed, attach any additional sheets to this form. On the top of any additional pages, write debtor's name and case number (if known).

**Part 1: Identify the Chapter of the Bankruptcy Code Under Which Petition Is Filed**

## 1. Chapter of the Bankruptcy Code

Check one:

Chapter 7  
 Chapter 11

**Part 2: Identify the Debtor**

## 2. Debtor's name

Mawson Infrastructure Group, Inc.

## 3. Other names you know the debtor has used in the last 8 years

Include any assumed names, trade names, or doing business as names.

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## 4. Debtor's federal Employer Identification Number (EIN)

 Unknown8 8 - 0 4 4 5 1 6 7  
EIN

## 5. Debtor's address

## Principal place of business

950 Railroad Avenue  
Number StreetMidland PA 15059  
City State ZIP CodeUnited States of America  
County

## Mailing address, if different

Number Street

P.O. Box

City State ZIP Code

## Location of principal assets, if different from principal place of business

Number Street

City State ZIP Code

Debtor Mawson Infrastructure Group, Inc. \_\_\_\_\_ Case number (if known) \_\_\_\_\_  
 Name \_\_\_\_\_

6. Debtor's website (URL)	<u>https://www.mawsoninc.com/</u>		
7. Type of debtor	<input checked="" type="checkbox"/> Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP)) <input type="checkbox"/> Partnership (excluding LLP) <input type="checkbox"/> Other type of debtor. Specify: _____		
8. Type of debtor's business	<i>Check one:</i> <input type="checkbox"/> Health Care Business (as defined in 11 U.S.C. § 101(27A)) <input type="checkbox"/> Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B)) <input type="checkbox"/> Railroad (as defined in 11 U.S.C. § 101(44)) <input type="checkbox"/> Stockbroker (as defined in 11 U.S.C. § 101(53A)) <input type="checkbox"/> Commodity Broker (as defined in 11 U.S.C. § 101(6)) <input type="checkbox"/> Clearing Bank (as defined in 11 U.S.C. § 781(3)) <input checked="" type="checkbox"/> None of the types of business listed. <input type="checkbox"/> Unknown type of business.		
9. To the best of your knowledge, are any bankruptcy cases pending by or against any partner or affiliate of this debtor?	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Debtor _____ Relationship _____  District _____ Date filed _____ MM / DD / YYYY Case number, if known _____  Debtor _____ Relationship _____ District _____ Date filed _____ MM / DD / YYYY Case number, if known _____  Petitioners reference the Winding Up Application filed with the Federal Court of Australia on October 3, 2024 (Case No. NSD 1395 of 2024) relating to debts owed by Debtor's subsidiary, Mawson Infrastructure Group Pty Ltd., for which Debtor provided guarantees.		
<b>Part 3: Report About the Case</b>			
10. Venue	<i>Check one:</i> <input checked="" type="checkbox"/> Over the last 180 days before the filing of this bankruptcy, the debtor had a domicile, principal place of business, or principal assets in this district longer than in any other district.  <input type="checkbox"/> A bankruptcy case concerning debtor's affiliates, general partner, or partnership is pending in this district.		
11. Allegations	Each petitioner is eligible to file this petition under 11 U.S.C. § 303(b). The debtor may be the subject of an involuntary case under 11 U.S.C. § 303(a). <i>At least one box must be checked:</i> <input checked="" type="checkbox"/> The debtor is generally not paying its debts as they become due, unless they are the subject of a bona fide dispute as to liability or amount. <input checked="" type="checkbox"/> Within 120 days before the filing of this petition, a custodian, other than a trustee, receiver, or an agent appointed or authorized to take charge of less than substantially all of the property of the debtor for the purpose of enforcing a lien against such property, was appointed or took possession.		
12. Has there been a transfer of any claim against the debtor by or to any petitioner?	<input type="checkbox"/> No <input checked="" type="checkbox"/> Yes. Attach all documents that evidence the transfer and any statements required under Bankruptcy Rule 1003(a).		

Debtor \_\_\_\_\_  
Name \_\_\_\_\_

Case number (if known) \_\_\_\_\_

13. Each petitioner's claim	Name of petitioner	Nature of petitioner's claim	Amount of the claim above the value of any lien
	See Rider 1		\$ _____
			\$ _____
			\$ _____
		Total of petitioners' claims	\$ _____

If more space is needed to list petitioners, attach additional sheets. Write the alleged debtor's name and the case number, if known, at the top of each sheet. Following the format of this form, set out the information required in Parts 3 and 4 of the form for each additional petitioning creditor, the petitioner's claim, the petitioner's representative, and the petitioner's attorney. Include the statement under penalty of perjury set out in Part 4 of the form, followed by each additional petitioner's (or representative's) signature, along with the signature of the petitioner's attorney.

**Part 4: Request for Relief**

**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Petitioners request that an order for relief be entered against the debtor under the chapter of 11 U.S.C. specified in this petition. If a petitioning creditor is a corporation, attach the corporate ownership statement required by Bankruptcy Rule 1010(b). If any petitioner is a foreign representative appointed in a foreign proceeding, attach a certified copy of the order of the court granting recognition.

I have examined the information in this document and have a reasonable belief that the information is true and correct.

**Petitioners or Petitioners' Representative**
**Attorneys**
**Name and mailing address of petitioner**

W Capital Advisors Pty Ltd

Name \_\_\_\_\_

Unit 304, 44 Miller Street

Number Street \_\_\_\_\_

North Sydney

Australia

NSW 2060

City \_\_\_\_\_

State \_\_\_\_\_

ZIP Code \_\_\_\_\_

**Name and mailing address of petitioner's representative, if any**

Name \_\_\_\_\_

Number Street \_\_\_\_\_

City \_\_\_\_\_

State \_\_\_\_\_

ZIP Code \_\_\_\_\_

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 30/11/2024  
MM / DD / YYYY

X \_\_\_\_\_

Signature of petitioner or representative, including representative's title

Robert J. Dehney, Sr.

Printed name \_\_\_\_\_

Morris, Nichols, Arsh &amp; Tunnell LLP

Firm name, if any \_\_\_\_\_

1201 North Market Street, 16th Flr.

Number Street \_\_\_\_\_

Wilmington

DE

19899-1347

City \_\_\_\_\_

State \_\_\_\_\_

ZIP Code \_\_\_\_\_

Contact phone 302.351.9353 Email RDehney@morrisnichols.comBar number 3578

State \_\_\_\_\_

DE

X /s/ Robert J. Dehney, Sr.

Signature of attorney \_\_\_\_\_

12/04/2024

Date signed \_\_\_\_\_

MM / DD / YYYY \_\_\_\_\_



**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

*In re*

**Mawson Infrastructure Group, Inc.**

**Alleged Debtor**

**Chapter 11**

**Case No. 24-[] ([])**

**Rider 1**

Petitioners declare under penalty of perjury that the foregoing is true and correct according to the best of their knowledge, information and belief.

<b>Name of Petitioner</b>	<b>Nature of Petitioner's Claim</b>	<b>Amount of the Claim Above the Value of Any Lien</b>
W Capital Advisors Pty Ltd as trustee for the W Capital Advisors Fund <sup>1</sup>	Secured Loan Deed	A\$1,661,552.58 plus interest accruing under the Secured Loan Deed and the interest accruing under the certain convertible promissory note, dated 8 July 2022 and legal and professional services costs.
Marshall Investments MIG Pty Ltd as trustee for the Marshall Investments MIG Trust <sup>2</sup>	Secured Loan Facility Agreement	A\$12,073,339 plus interest and default management fees accruing under the Secured Loan Facility Agreement and legal professional services costs.
Rayra Pty Ltd as trustee for The Mountainview Trust	Secured Loan Facility Agreement	A\$50,000 plus interest accruing under the Secured Loan Facility Agreement

<sup>1</sup> Mawson Infrastructure Group, Inc. (the “Debtor”) and W Capital Advisors Pty Ltd executed that certain Corporate Guarantee, dated as of September 29, 2022, whereby the Debtor guarantees the obligations of its affiliate Mawson Infrastructure Pty Ltd under that certain Secured Loan Deed, by and between W Capital Advisors Pty Ltd and the Mawson Infrastructure Pty Ltd, dated as of September 2, 2022 (as amended time to time, the Secured Loan Deed”).

<sup>2</sup> The Debtor and Marshall Investments MIG Pty Ltd executed that certain Continuing Guaranty, dated as of December 9, 2021, whereby the Debtor guarantees the obligations of its affiliate MIG No. 1 Pty Ltd under that certain Secured Loan Facility Agreement, by and between Marshall Investments MIG Pty Ltd and affiliate MIG No. 1 Pty Ltd, dated as of December 9, 2021 (the “Secured Loan Facility Agreement”).

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

*In re*

**Mawson Infrastructure Group, Inc.**

**Alleged Debtor**

**Chapter 11**

**Case No. 24-[] ([])**

**DECLARATION OF RAY ITAOUI ON BEHALF  
OF RAYRA PTY LTD PURSUANT TO  
FEDERAL RULE OF BANKRUPTCY  
PROCEDURE 1003(a)**

I, Ray Itaoui, pursuant to 28 U.S.C. § 1746, hereby declare that the following is true and correct to the best of my knowledge, information and belief:

1. I make this declaration on behalf of Rayra Pty Ltd, as trustee for The Mountainview Trust (the “Petitioning Creditor”) in the above-captioned involuntary chapter 11 case (the “Bankruptcy Case”) filed by Petitioning Creditor and other petitioning creditors against Mawson Infrastructure Group, Inc. (the “Debtor”). I am fully familiar with the facts set forth herein either through my own personal knowledge or through a review of documents related to the Petitioning Creditor’s claims against the Debtor.

2. I am a Director and Company Secretary of Rayra Pty Ltd, the trustee for Petitioning Creditor .

3. The Petitioning Creditor holds claims against the Debtor in the aggregate principal amount of at least A\$50,000 plus accruing interest based upon its holdings under that certain Secured Loan Facility Agreement by and between Marshall Investments MIG Pty Ltd (the “Assignor”), as trustee for the Marshall Investments MIG Trust, and MIG No. 1 Pty Ltd, dated as of December 9, 2021 (the “Loan Agreement”). The Petitioning Creditor and the Debtor entered into a Continuing Guaranty, causing the Debtor to act as a guarantor for the prompt repayment by MIG No. 1 Pty Ltd of the commitments under the Loan Agreement.

4. The Petitioning Creditor's holdings under the Loan Agreement that are being relied upon for the purpose of satisfying the requirement of 11 U.S.C. § 303(b)(1) were acquired on October 18, 2024, as reflected in that certain Assignment Agreement annexed hereto as Exhibit A.

5. The Petitioning Creditor did not purchase the claims for the purpose of commencing this case under the Bankruptcy Code.

6. I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Dated: November 19th, 2024

New York, New York

By:   
Ray Itaoui  
Director and Company Secretary